

## Merger Enforcement Actions - FY 1997

In FY 1997 the agency challenged 25 transactions, of which 5 fall in the Abandoned, Restructured or Fix-it-First category, and are thus non public.

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Matter	Enforcement Date	Industry
<b>Consent Order Accepted for Comment</b>		
1. <b>9710093 - Jitney-Jungle / Delchamps, Inc.</b>	9 /11/1997	Retail – Grocery/Supermarkets <a href="http://www.ftc.gov/os/caselist/c3784.shtm">http://www.ftc.gov/os/caselist/c3784.shtm</a>
Final order settles allegations that Jitney-Jungle's acquisition of Delchamps, Inc. would substantially reduce competition among supermarket stores in the areas of Gulfport- Biloxi, Hattiesburg and Vicksburg, Mississippi. The consent order requires the divestiture of 10 supermarkets to Supervalu, Inc.		
2. <b>9610106 - Insilco Corp</b>	8 /26/1997	Manufacturing – Industrial Goods <a href="http://www.ftc.gov/os/caselist/c3783.shtm">http://www.ftc.gov/os/caselist/c3783.shtm</a>
Insilco agreed to divest two aluminum tube mills acquired in its acquisition of Helima-Helvetion International, Inc. to settle antitrust concerns that the acquisition would substantially reduce competition in the markets for welded-seam aluminum radiator and charged air cooler tubing in North America.		
3. <b>9710060 - CVS Corp.</b>	5 /29/1997	Health Care – Retail/Pharmacies <a href="http://www.ftc.gov/os/caselist/c3762.shtm">http://www.ftc.gov/os/caselist/c3762.shtm</a>
CVS agreed to settle allegations that its acquisition of Revco would substantially reduce competition for the retail sale of pharmacy services to health insurance companies and other third-party payers in Virginia and in the Binghamton, New York metropolitan area. The consent order requires the divestiture of 114 Revco stores in Virginia and 6 pharmacy counters in Binghamton.		
4. <b>9710033 - Cadence Design / Cooper &amp; Chyan</b>	5 /6 /1997	Information and Technology – Software/Databases <a href="http://www.ftc.gov/os/caselist/c3761.shtm">http://www.ftc.gov/os/caselist/c3761.shtm</a>
Cadence agreed to settle charges that its acquisition of Cooper & Chyan Technology, Inc. would reduce competition for "routing" software used to automate the design of integrated circuits or microchips. According to the complaint, the merger would reduce Cadence's incentives to permit competing suppliers of routing tools to obtain access to its layout environments resulting in less innovation, higher prices, and reduced services. To ensure that independent software developers of commercial routing tools continue to compete with Cooper & Chyan's technology, the consent order requires Cadence to allow the developers to participate in Cadence's software interface programs.		
5. <b>9710049 - Autodesk / Softdesk</b>	3 /28/1997	Information and Technology – Software/Databases <a href="http://www.ftc.gov/os/caselist/c3756.shtm">http://www.ftc.gov/os/caselist/c3756.shtm</a>
Consent order settles charges that the acquisition of Sojidesk, Inc. would reduce competition in the development and sale of computer-aided design software engines (CAD) and prohibits Autodesk from reacquiring "IntelliCADD," a CAD engine recently sold by Softdesk to Boomerang Technology, Inc., or any entity that controls the IntelliCadd technology.		
6. <b>9610085 - MABEG-Mahle / Metal Leve</b>	2 /26/1997	Manufacturing – Industrial Goods <a href="http://www.ftc.gov/os/caselist/ca9610085ddc.shtm">http://www.ftc.gov/os/caselist/ca9610085ddc.shtm</a>
Consent order settles charges that the acquisition of Metal Leve S.A. would result in Mahle becoming a monopolist in the research, development, manufacture and sale of articulated pistons used in heavy duty diesel engines and requires divestiture of Metal Leve's U.S. piston business within 10 days of the final consent order.		
7. <b>9710013 - Hicks Muse / Cooperative Computing / Triad</b>	2 /25/1997	Information and Technology – Software/Databases <a href="http://www.ftc.gov/os/caselist/c3757.shtm">http://www.ftc.gov/os/caselist/c3757.shtm</a>
Consent order will preserve competition in electronic parts catalogs for the auto parts aftermarket. The final order permits the acquisition of Triad Systems Corporation but requires the divestiture within 60 days of the PartFinderB electronic catalog database, and the J-CON application program interface, and support software and documentation, through an exclusive, royalty-free and perpetual license with the right to sublicense, to MacDonald Computer Systems or another Commission- approved buyer.		
8. <b>9710009 - American Home Products / Solvay</b>	2 /21/1997	Health Care – Prescription Drugs <a href="http://www.ftc.gov/os/caselist/c3740.shtm">http://www.ftc.gov/os/caselist/c3740.shtm</a>
Consent order settles charges that the proposed acquisition of Solvay, S.A.'s animal health business would reduce competition in the market for the research, development, manufacture and sale of canine lyme vaccine, canine corona virus vaccine, and feline leukemia vaccine. The order requires divestiture of Solvay's U.S. and Canadian rights to the three types of vaccines to the Schering-Plough Corporation or another Commission-approved buyer.		

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<b>9. 9710024 - Tenet Healthcare Corp / OrNda HealthCorp</b>  <a href="http://www.ftc.gov/os/caselist/c3743.shtm">http://www.ftc.gov/os/caselist/c3743.shtm</a>  The proposed consent order permits the acquisition of OrNda Healthcorp but requires the divestiture of Tenet's French Hospital Medical Center and related OrNda assets in San Luis Obispo County, California by August 1, 1997. This is the shortest divestiture period ever imposed on a hospital merger order.	1 /28/1997	Health Care – Hospitals/Clinics
<b>10. 9610056 - Phillips / ANR</b>  <a href="http://www.ftc.gov/os/caselist/c3728.shtm">http://www.ftc.gov/os/caselist/c3728.shtm</a>  Consent order settles charges that the acquisition of gas gathering assets from ANR Pipeline Company would reduce competition for natural gas gathering services in five Oklahoma counties. The order permits the acquisition but requires the divestiture of 160 miles of pipeline system in the Anadarko Basin within 30 days to a Commission-approved buyer.	12/27/1996	Energy – Natural Gas
<b>11. 9610101 - General Mills / Ralcorp Holdings</b>  <a href="http://www.ftc.gov/os/caselist/c3742.shtm">http://www.ftc.gov/os/caselist/c3742.shtm</a>  Consent order preserves competition in ready-to-eat cereals. The order permits the acquisition of Ralcorp Holdings, Inc.'s branded ready-to-eat cereal and snack mix business but requires the transfer of licenses to manufacture and sell cereals identical to the Chex brand products without the approval of General Mills.	12/24/1996	Manufacturing – Food & Beverages
<b>12. 9710002 - Baxter / Immuno</b>  <a href="http://www.ftc.gov/os/caselist/c3726.shtm">http://www.ftc.gov/os/caselist/c3726.shtm</a>  Consent order requires divestiture of Baxter's Autoplex product line of Factor VIII inhibitors used in the treatment for hemophilia and the licensing of Immuno International AG's fibrin sealant, a biologic product in development to be used to control bleeding in surgical procedures. According to the complaint issued with the final order, the acquisition of Immuno International would tend to create a monopoly and increase Baxter's ability to unilaterally raise prices in the market for the research, manufacture and sale of biologic products derived from human blood plasma.	12/18/1996	Health Care – Prescription Drugs
<b>13. 9610055 - Ciba-Geigy Ltd / Sandoz Ltd</b>  <a href="http://www.ftc.gov/os/caselist/9610055.shtm">http://www.ftc.gov/os/caselist/9610055.shtm</a>  Final consent order settles antitrust concerns in three markets affected by the proposed acquisition of Sandoz Ltd.: research and development in gene therapy products that are being targeted for life-threatening conditions such as hemophilia and cancer; corn herbicides; and flea control products. In the gene therapy market, the order requires the licensing of certain intellectual properties to Rhone-Poulenc Rorer and other firms to permit continued competition in research, development and commercialization for a broad range future medical treatments. In addition, in one of the largest divestitures ever required under a consent order, Sandoz agreed to divest its U.S. and Canadian corn herbicide business to BASF Aktiengesellschaft within 10 days. The consent order also requires the divestiture of Sandoz's flea control business to Central Garden and Pet Supply of Lafayette, California within 30 days.	12/16/1996	Health Care – Prescription Drugs
<b>14. 9710017 - J.C. Penney / Rite Aid</b>  <a href="http://www2.ftc.gov/os/caselist/c3721c3722.shtm">http://www2.ftc.gov/os/caselist/c3721c3722.shtm</a>  Separate final consent orders settle charges that the acquisitions of Eckerd Corporation and 190 Rite Aid stores in North and South Carolina would give J.C. Penney a dominant position in four metropolitan areas and increase its ability to raise prices for the sale of pharmacy services to third party payers. The orders require the divestitures of 34 Thrifty drug stores and 127 Rite Aid drug stores in the areas by March 21, 1997.	12/6 /1996	Retail – Grocery/Supermarkets
<b>15. 9710006 - The Boeing Co</b>  <a href="http://www.ftc.gov/os/caselist/c3723.shtm">http://www.ftc.gov/os/caselist/c3723.shtm</a>  Consent order permits the acquisition of Rockwell International Corporation's Aerospace and Defense business subject to a divestiture and other conditions. Currently, there are two teams competing to develop high-altitude endurance unmanned air vehicles for the Department of Defense's Advance Research Projects Agency -- Boeing/Lockheed (developing Tier III Minus, a stealthy, high-altitude endurance unmanned air vehicle) and Rockwell/Teledyne (developing Tier II Plus, a non-stealthy, high-altitude endurance unmanned air vehicle). As a result of the acquisition, Boeing would become a member of both teams and could increase the price of the components it supplies or reduce its investment in technology and quality. The consent order allows Teledyne, if it chooses, to replace Rockwell as its wing supplier without incurring any significant costs or risks to the project. Terms of the consent order require Boeing to deliver the assets necessary to produce the Tier II Plus wings to businesses designated by Teledyne. The order also establishes a "firewall" between Boeing's Tier III Minus business and the Rockwell North American Aircraft Division that provides Tier II Plus wings.	12/6 /1996	Defense – Equipment and Engineering Services
<b>16. 9710016 - J.C. Penney / Eckerd</b>  <a href="http://www2.ftc.gov/os/caselist/c3721c3722.shtm">http://www2.ftc.gov/os/caselist/c3721c3722.shtm</a>  Separate final consent orders settle charges that the acquisitions of Eckerd Corporation and 190 Rite Aid stores in North and South Carolina would give J.C. Penney a dominant position in four metropolitan areas and increase its ability to raise prices for the sale of pharmacy services to third party payers. The orders require the divestitures of 34 Thrifty drug stores and 127 Rite Aid drug stores in the areas by March 21, 1997.	12/6 /1996	Retail – Grocery/Supermarkets

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<b>17. 9510130 - Dwight's Energydata / Petroleum Infor</b>	12/3 /1996	Energy – Petroleum
<a href="http://www2.ftc.gov/os/caselist/c3759.shtm">http://www2.ftc.gov/os/caselist/c3759.shtm</a> Consent order settles charges that the acquisition of Petroleum Information Corporation could create a monopoly for production and well history data used by geologists and petroleum engineers to find additional oil and gas reserves. The settlement requires Dwight to license a complete set of well history to HPDI, an independent competitor, or another Commission-approved licensee.		
<b>Part III Administrative Complaint</b>		
<b>1. 9510113 - ADP / AutoInfo</b>	11/16/1996	Information and Technology – Software/Databases
<a href="http://www2.ftc.gov/os/caselist/d9282.shtm">http://www2.ftc.gov/os/caselist/d9282.shtm</a> An administrative complaint charged that the 1995 acquisition of AutoInfo, Inc. created a monopoly and raised prices in the automobile salvage yard information management industry. A final order requires the divestiture of specific integrated computer systems for auto parts inventory exchange.		
<b>Preliminary Injunction</b>		
<b>1. 9710066 - Mediq Inc. / Universal Hospital Services</b>	7 /29/1997	Health Care – Medical Equipment/Devices
<a href="http://www.ftc.gov/os/caselist/ca971916ddc.shtm">http://www.ftc.gov/os/caselist/ca971916ddc.shtm</a> Mediq abandoned its proposed acquisition of Universal Hospital Services after the Commission filed a complaint and motion for a preliminary injunction to block the merger of the nation's two largest firms engaged in the rental to hospitals of movable medical equipment, such as respiratory, infusion and monitoring devices. The complaint, filed in the U.S. District Court for the District of Columbia, alleged that the merger would create a monopoly which would raise the rental prices of movable medical equipment rental in many major metropolitan areas across the nation.		
<b>2. 9710008 - Staples / Office Depot</b>	3 /10/1997	Retail – Merchandise/Clothing
<a href="http://www.ftc.gov/os/caselist/cn197cv00701.shtm">http://www.ftc.gov/os/caselist/cn197cv00701.shtm</a> Staff authorized to file a motion for a preliminary injunction to block the proposed acquisition of Office Depot, Inc. on grounds that the \$4 billion acquisition would allow the combined firm to control prices for the sale of office supplies in numerous metropolitan areas in the United States. On June 30, 1997, the U.S. District Court for the District of Columbia granted the Commission's motion for the injunction. Staples abandoned its acquisition plans in July 1997.		
<b>Restructured, Abandoned, or Fix-it-First</b>		
<b>1. Non Public</b>	xx/xx/xx	[.....]
<b>2. Non Public</b>	xx/xx/xx	[.....]
<b>3. Non Public</b>	xx/xx/xx	[.....]
<b>4. Non Public</b>	xx/xx/xx	[.....]
<b>5. Non Public</b>	xx/xx/xx	[.....]